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PUBLIC SERVICE
COMMISSION

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

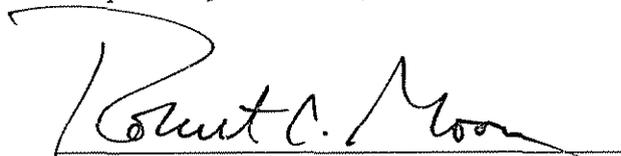
In the Matter of:

JOINT APPLICATION OF DOWNSTREAM, INC.,)	Case No. 2008-00024
AND FOX RUN UTILITIES, LLC FOR)	
APPROVAL OF THE TRANSFER OF)	
WASTEWATER TREATMENT PLANT TO)	
FOX RUN UTILITIES, LLC)	

NOTICE OF TRANSFER AND NOTICE OF FILING

Comes FOX RUN UTILITIES, LLC, by counsel, and pursuant to the Public Service Commission's Order of April 11, 2008, hereby notifies the Public Service Commission that the transfer of the Fox Run Subdivision Wastewater Treatment Plant from Downstream, Inc., to Fox Run Utilities, LLC, was completed on August 27, 2008. Additionally, Fox Run Utilities, LLC, hereby files the Adoption Notice required by the above-referenced Order of the Public Service Commission.

Respectfully submitted,

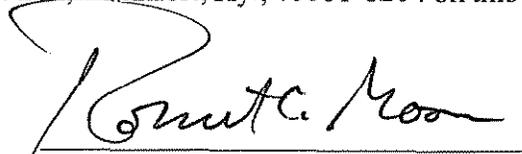


Robert C. Moore
Hazelrigg & Cox, LLP
415 West Main Street
P.O. Box 0676
Frankfort, Kentucky 40602-0676

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was filed by first class mail on Stephanie Stumbo, Executive Director, Public Service Commission, P.O. Box 615, Frankfort, Kentucky 40602,

Jeb Pinney, Public Service Commission, P.O. Box 615, Frankfort, Kentucky 40602, and Fred Schlatter, 10411 Forest Garden Lane, Louisville, KY 40223 and David Edward Spenard, Assistant Attorney General, 1024 Capital Center Drive, Suite 200, Frankfort, Ky., 40601-8204 on this the 27th day of August, 2008.



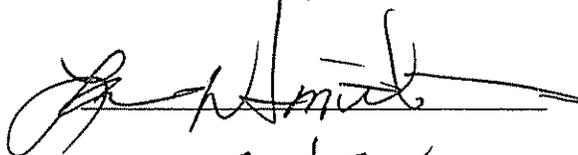
Robert C. Moore

ADOPTION NOTICE

The undersigned, Fox Run Utilities, LLC of Louisville, Kentucky, hereby adopts, ratifies, and makes its own in every respect as if the same had been originally filed and posted by it, all tariffs and supplements containing rates, rules and administrative regulations for furnishing Wastewater Treatment Collection and Treatment Service at Fox Run Subdivision in Frankfort, Franklin County, in the Commonwealth of Kentucky, filed with the Public Service Commission by Downstream, Inc., of Frankfort, Franklin County, Kentucky, and in effect on the 27th day of AUGUST, 2008, the date on which the public service business of the said Downstream, Inc., was taken over by Fox Run Utilities, LLC.

This Notice was issued on the 27th day of AUGUST, 2008, in conformity with Section 11 of 807 Kentucky Administrative Regulation 5 adopted by the Public Service Commission.

Fox Run Utilities, LLC



Title: MEMBER

Date: 8/27/08